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URBAN A. LESTER

RECORDATION NO. 26856 FILED

MAR 14 '07 -3 50 PM

SURFACE TRANSPORTATION BOARD

March 14, 2007

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Security Agreement, dated as of March 13, 2007, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Administrative
Agent:

Calyon New York Branch
1301 6th Avenue
New York, NY 10019-6022

Grantors:

GCR Acquisitions, L.L.C.
Grand Canyon Railway, L.L.C.
Grand Canyon Railway Hotel, L.L.C.
Fray Marcos Hotel Limited Partnership
Grand Canyon Railway, Inc.
123 North San Francisco Street, Suite 120
Flagstaff, AZ 86001

Mr. Vernon A. Williams
March 14, 2007
Page 2

A description of the railroad equipment covered by the enclosed document is:

All rolling stock of the Grantors WHETHER NOW OWNED OR
HEREAFTER ACQUIRED.

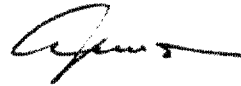
A short summary of the document to appear in the index is:

Memorandum of Security Agreement.

Also enclosed is a check in the amount of \$34.00 payable to the order of
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the
undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem
Enclosures

MAR 14 '07 -3 50 PM

**MEMORANDUM OF
SECURITY AGREEMENT**

SURFACE TRANSPORTATION BOARD

made by

**GCR ACQUISITIONS, L.L.C.,
GRAND CANYON RAILWAY, L.L.C. (formerly known as GC Railway, L.L.C. and
successor by merger to Grand Canyon Railway, Inc.) and
GRAND CANYON RAILWAY HOTEL, L.L.C., (formerly known as GCR Hotel, L.L.C.
and successor by merger to Fray Marcos Hotel Limited Partnership)**

in favor of

**CALYON NEW YORK BRANCH
as Administrative Agent**

This MEMORANDUM OF SECURITY AGREEMENT, dated as of March 13, 2007, is made by GCR ACQUISITIONS, L.L.C., an Arizona limited liability company ("Parent"), GRAND CANYON RAILWAY, L.L.C., an Arizona limited liability company (formerly known as GC Railway, L.L.C. and successor by merger to Grand Canyon Railway, Inc.), ("Railway") and GRAND CANYON RAILWAY HOTEL, L.L.C., an Arizona limited liability company (formerly known as GCR Hotel, L.L.C. and successor by merger to Fray Marcos Hotel Limited Partnership) ("Hotel"; Hotel together with Parent and Railway, are referred to hereinafter each individually as a "Grantor" and collectively as the "Grantors") and CALYON NEW YORK BRANCH, a branch under the laws of the State of New York of a foreign banking corporation organized under the laws of the Republic of France, as administrative agent ("Administrative Agent") for the lenders party to the Loan Agreement (referred to below).

WHEREAS, the Grantors and the Administrative Agent have entered into that certain Omnibus Pledge and Security Agreement, dated as of March 13, 2007 (the "Security Agreement"), which secures, among, other things (a) all of the Grantors' obligations under that certain Term Loan Agreement dated as of March 13, 2007 (as amended, supplemented or otherwise modified from time to time, the "Loan Agreement"), among Grantors, the lenders from time to time party thereto (the "Lenders") and Administrative Agent and (b) the other Financing Documents referred to in the Loan Agreement. (Unless the context otherwise requires, all capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Security Agreement or in the Loan Agreement).

WHEREAS, the Lenders have agreed to make a Term Loan to the Borrower pursuant to and upon the terms and subject to the conditions specified in the Loan Agreement. The obligations of the Lenders to make such Term Loan are conditioned upon, among other things, the execution and delivery by the Grantors of an agreement in the form of the Security Agreement to secure the Obligations.

WHEREAS, in the Security Agreement, each Grantor mortgages and pledges to the Administrative Agent, its successors and assigns, for the ratable benefit of the Secured Parties, and grants to the Administrative Agent, its successors and assigns, for the ratable benefit of the Secured Parties, a security interest (the "Security Interest") in, all such Grantor's rights, title and interest in, to and under the Collateral, now owned or hereafter acquired, which includes ALL GONDOLAS, BOXCARS, TANKERS, LOCOMOTIVES AND RAILCARS OF ANY TYPE (COLLECTIVELY, THE "ROLLING STOCK") including without limitation the Rolling Stock described in Schedule A attached to this Memorandum.

WHEREAS, the parties, by executing this Memorandum and causing it to be recorded with the appropriate governmental authorities, desire to provide public notice of the Security Interest.

WHEREAS, this Memorandum may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one such Memorandum.

IN WITNESS WHEREOF, each of the undersigned pursuant to due corporate authority has caused this Memorandum of Security Agreement to be executed in its respective corporate name by an officer duly authorized, and hereby declares pursuant to 28 U.S.C. § 1746 under penalty of perjury that this Memorandum is a true and correct document and was executed as of the date herein first set forth above.

GRANTORS:

GCR ACQUISITIONS, L.L.C.

By Andrew N. Todd
Andrew N. Todd
President & CEO

GRAND CANYON RAILWAY, L.L.C.

By Andrew N. Todd
Andrew N. Todd
President & CEO

GRAND CANYON RAILWAY HOTEL, L.L.C.

By Andrew N. Todd
Andrew N. Todd
President & CEO

State of Colorado)
) ss
County of Arapahoe)

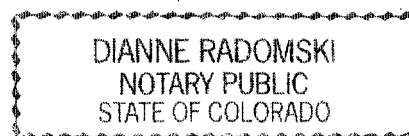
On March 12, 2007, before me, Dianne Radomski, a Notary Public in and for said County and State, personally appeared Andrew N. Todd, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature Dianne Radomski

(Seal)

My Commission Expires: 1-17-2010



State of Colorado)
) ss
County of Arapahoe)

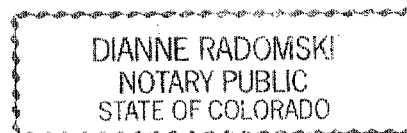
On March 12, 2007, before me, Dianne Radomski, a Notary Public in and for said County and State, personally appeared Andrew N. Todd, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature Dianne Radomski

(Seal)

My Commission Expires: 1-17-2010



State of Colorado)
) ss
County of Arapahoe)

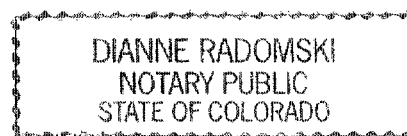
On March 12, 2007, before me, Dianne Radomski, a Notary Public in and for said County and State, personally appeared Andrew N. Todd, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.


Signature Dianne Radomski

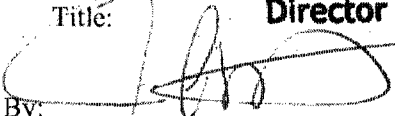
(Seal)

My Commission Expires: 1-17-2010



CALYON NEW YORK BRANCH, as Administrative Agent,

By: 
Name: **Steven Jonassen**
Title: **Director**

By: 
Name: **Joseph A. Asciolla**
Title: **Managing Director**

State of New York)
County of New York) ss

Nassau County and New York

On March 7, 2007, before me, Susan D. Kopech, a Notary Public in and for said County and State, personally appeared Steven Jonassen, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature [Signature]

(Seal)

My Commission Expires: 11/30/2010

State of New York)
County of New York) ss

Nassau County and New York

On March 7, 2007, before me, Susan D. Kopech, a Notary Public in and for said County and State, personally appeared Joseph Ascioia, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature [Signature]

(Seal)

My Commission Expires: 11/30/2010

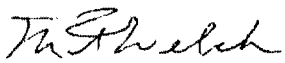
JOINDER

Each of Fray Marcos Hotel Limited Partnership, an Arizona limited partnership, and Grand Canyon Railway, Inc., an Arizona corporation (collectively the "Targets"), hereby joins in and is made a party to the attached Memorandum, and is made a Grantor thereunder for all purposes. In furtherance thereof, each of the Targets (i) hereby pledges and grants to Agent, its successors and assigns, for the ratable benefit of the Secured Parties, a lien upon and security interest in all such Grantor's rights, title and interest in, to and under the Collateral, now owned or hereafter acquired, which includes all of the Rolling Stock including without limitation the Rolling Stock described in Schedule A attached to the Memorandum, and (ii) agrees to be bound by all the provisions of the Memorandum.


In WITNESS WHEREOF, the Targets have caused this Joinder to be executed by its authorized officer as of the date of this Memorandum.

TARGETS:

FRAY MARCOS HOTEL LIMITED PARTNERSHIP,
an Arizona limited partnership

By: 
Name: M. F. Welch
Title: VP & CFO

GRAND CANYON RAILWAY, INC. an Arizona
corporation

By: 
Name: M. F. Welch
Title: VP & CFO

State of Colorado)
County of Arapahoe) ss

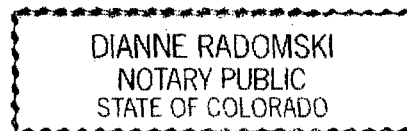
On March 14, 2007, before me, Dianne Radomski, a Notary Public in and for said County and State, personally appeared Michael F. Welch, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature Dianne Radomski

(Seal)

My Commission Expires: 1-17-2010



State of Colorado)
County of Arapahoe) ss

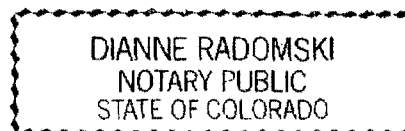
On March 14, 2007, before me, Dianne Radomski, a Notary Public in and for said County and State, personally appeared Michael F. Welch, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature Dianne Radomski

(Seal)

My Commission Expires: 1-17-2010



SCHEDULE A

Schedule of Rolling Stock and Locomotives (See Attached)

2007 Grand Canyon Railway UMLER Equipment List

Number GCRX -	Type	Year Mfg Built	Sent Capacity	Coupler Type	Heat by	Wheel Brg Type	Equipment operated in Revenue Svc. last 3 yrs.	Home RR
Locomotives								
1105	GP7	1978 EMD	0	E	-	Hyatt/RO	2006	GCR
2134	GP7	1953 EMD	0	E	-	Hyatt/RO	2007	GCR
6773	FPA4 w/SGB	1959 MLW	0	IC	-	GG/NFL	Yes	GCR
6776	FPA4 w/SGB	1959 MLW	0	IC	-	GG/NFL	Yes	GCR
6793	FPA4	1959 MLW	0	IC	-	GG/NFL	Yes	GCR
6860	FPB4	1959 MLW	0	IC	-	GG/NFL	Yes	GCR
6871	FPB4	1959 MLW	0	IC	-	GG/NFL	2006	GCR
237	F-40	1977 EMD	0	H	-	GG/NFL	No	GCR
239	F-40FH	1977 EMD	0	H	-	GG/NFL	Yes	GCR
295	F-40	1979 EMD	0	H	-	GG/NFL	2006	GCR
Water Service								
857 silver	Tank Car	1942	0	E	-	NFL	Yes	GCR
874 black	Tank Car	1942	0	E	-	NFL	Yes	GCR
907 black	Tank Car	1942	0	E	-	NFL	Yes	GCR
912 silver	Tank Car	1942	0	E	-	NFL	Yes	GCR
929 black	Tank Car	1942	0	E	-	NFL	Yes	GCR
932 black	Tank Car	1942	0	E	-	NFL	Yes	GCR
Maintenance of Way								
1301	Ballast	1941	0	E	-	Friction	No/MW	GCR
1302	Ballast	1941	0	E	-	Friction	Yes/MW	GCR
1305	Ballast	1941	0	E	-	Friction	No/MW	GCR
1306	Ballast	1941	0	E	-	Friction	Yes/MW	GCR
1308	Ballast	1941	0	E	-	Friction	No/MW	GCR
1311	Ballast	1941	0	E	-	Friction	No/MW	GCR
1315	Ballast	1941	0	E	-	Friction	No/MW	GCR
1316	Ballast	1941	0	E	-	Friction	Yes/MW	GCR
1320	Ballast	1941	0	E	-	Friction	Yes/MW	GCR
1322	Ballast	1941	0	E	-	Friction	No/MW	GCR
1327	Ballast	1941	0	E	-	Friction	No/MW	GCR
1328	Ballast	1941	0	E	-	Friction	Yes/MW	GCR
1329	Ballast	1941	0	E	-	Friction	No/MW	GCR
94287	Flat	1960	0	E	-	Friction	Yes/MW	GCR
CCF-Canadian Car Foundry		GCR-Grand Canyon Railway		MW-Maintenance of Way		SGB-Steam Gen. Boiler		
CN-Canadian National		GG-Heavy Loco. bearings roller Grease		NFL-No field lube		SGU-Steam Gen. Unit		
E-Conventional Coupler		H-Tight Lock Coupler		PS-Pullman Standard		In Service		
F-Heavy freight bearing		IC-Interlocking Coupler		RG-Roller Grease		Not In Service Rebuildable		
GCC-Grand Canyon Chapter		MLW-Montreal Loco Works		RO-Roller, Oil		Not In Service Not Rebuildable		

2007 Grand Canyon Railway UMLER Equipment List

Number GCRX -	Type	Year Mfg Built	Seat Capacity	Coupler Type	Heat by	Wheel Brg Type	Equipment operated in Revenue Svc. last 3 yrs.	Home RR
255 Chief	OBS/Lounge w/150KW Gen	BUDD1947	37	H	Electric	EE/NFL	Yes	GCR
460	300K Power Car w/SGB	CN1960	0	IC	-	NFL	Yes	GCR
480	450K Power Car	CN1960	0	IC	-	NFL	2006	GCR
1626	Baggage/Coach	BUDD1946	40	H	Electric	EE/NFL	No	GCR
2089	Coach w/50KW Gen	PS1923	86	E.Sharon	Steam	Friction	2008	GCR
2092	Coach	PS1923	92	E.Sharon	Steam	Friction	2007	GCR
2104	Coach	PS1923	92	E.Sharon	Steam	Friction	2006	GCR
2111	Coach	PS1923	92	E.Sharon	Steam	Friction	2007	GCR
2117	Coach	PS1923	92	E.Sharon	Electric	Friction	2007	GCR
2119	Coach	PS1923	92	E.Sharon	Steam	Friction	2006	GCR
2120	Coach	PS1923	92	E.Sharon	Steam	Friction	2008	GCR
2121	Coach	PS1923	92	E.Sharon	Steam	Friction	2006	GCR
2128	Coach w/55KW Gen	PS1923	86	E.Sharon	Electric	NFL	2005	GCR
2130	Coach	PS1923	88	E.Sharon	Electric	Friction	2008	GCR
2133	Coach	PS1923	92	E.Sharon	Steam	NFL	2005	GCR
2152	Club Coach	PS1923	60	E.Sharon	Electric	NFL	2005	GCR
2153	Coach w/150KW Gen	PS1923	92	E.Sharon	Electric	NFL	2005	GCR
301	Coach	BUDD1952	94	H	Electric	EE/NFL	Yes	GCR
304	Coach	BUDD1953	94	H	Electric	EE/NFL	Yes	GCR
305	Coach	BUDD1954	94	H	Electric	EE/NFL	Yes	GCR
306	Coach	BUDD1955	94	H	Electric	EE/NFL	2006	GCR
308	Coach	BUDD1956	94	H	Electric	EE/NFL	2006	GCR
309	Coach	BUDD1957	94	H	Electric	EE/NFL	2006	GCR
311	Coach w/150KW Gen	BUDD1958	94	H	Electric	EE/NFL	2006	GCR
314	Coach	BUDD1959	94	H	Electric	EE/NFL	Yes	GCR
401	Coach	BUDD1960	84	H	Electric	EE/NFL	Yes	GCR
402	Coach	BUDD1961	84	H	Electric	EE/NFL	Yes	GCR
403	Coach	BUDD1962	84	H	Electric	EE/NFL	Yes	GCR
404	Coach	BUDD1963	84	H	Electric	EE/NFL	Yes	GCR
800	Cab Car	BUDD1964	78	H	Electric	EE/NFL	2006	GCR
803	Cab Car	BUDD1965	78	H	Electric	EE/NFL	2006	GCR
CCF-Canadian Car Foundry		GCR-Grand Canyon Railway		MW-Maintenance of Way		SGB-Steam Gen Boiler		
CN-Canadian National		GG-Heavy Loco - Grease only Grease		NFL-No field lube		SGU-Steam Gen Unit		
E-Convention Coupler		H-Tight Lock Coupler		PS-Pullman Standard		In Service		
F-Heavy freight bearing		IC-Interlocking Coupler		RG-Roller Grease		Not In Service		
GCC-Grand Canyon Chapter		MLW-Montreal Loco Works		RO-Roller Oil		Not In Service		
2093 Max Biebert	OBS/Lounge w/150KW Gen	CCF1954	23	IC	Electric	EE/NFL	Yes	GCR
2094 Cocconino	Dome	BUDD1954	Dome 24 Car 42	H	Electric	EE/NFL	TK RBLD 2006	GCR
2095 Anasazi	Coach w/150KW Gen	BUDD1954	42	H	Electric	EE/NFL	TK RBLD 2006	GCR
2096 Cafe Car	Souvenir/Cafe/Lounge	BUDD1951	0	H	Electric	EE/NFL	Yes	GCR
2097 Kokopelli	Dome	BUDD1954	Dome 24 Car 42	H	Electric	EE/NFL	Yes	GCR
2098 Colorado River	Coach	BUDD1948	50	H	Electric	EE/NFL	Yes	GCR

2007 Grand Canyon Railway UMLER Equipment List

Number GCRX -	Type	Year Mfg Built	Seat Capacity	Coupler Type	Heat by	Wheel Brg Type	Equipment operated in Revenue Svc. last 3 yrs.	Home RR
3120	Cafe Coach	BUDD1951	40	H	Electric	EE/NFL	No	GCR
3123	Cafe Coach	BUDD1951	50	H	Electric	EE/NFL	No	GCR
3365 Santa Fe	Parlor	BUDD1948	32	H	Electric	EE/NFL	Yes	GCR
4012	First Class	BUDD1954	42	H	Electric		No	GCR
4000	First Class	BUDD1954	42	H	Electric	EE/NFL	No	GCR
5200	Coach	BUDD1949	54	H	Electric	NFL	No	GCR
5203 Havasupai	Coach	BUDD1949	54	H	Electric	NFL	No	GCR
5204 Yavapai	Coach	BUDD1949	54	H	Electric	NFL	No	GCR
5205 Buckey O'Neill	Coach	BUDD1949	50	H	Electric	NFL	Yes	GCR
7021	Vista Dome	BUDD1947	Dome 24 Car 42	H	Electric	Timken Oil	No	GCR
7033	Vista Dome	BUDD1948	Dome 24 Car 42	H	Electric	Timken Oil	No	GCR
7034 Grand View	Vista Dome	BUDD1949	Dome 24 Car 36	H	Electric	EE/NFL	Yes	GCR
7608 Arizona	1st Class Coach w/150KW Gen	BUDD1951	68	H	Electric	EE/NFL	Yes	GCR
7609 Bright Angel	1st Class Coach	BUDD1951	68	H	Electric	EE/NFL	Yes	GCR
CCF-Canadian Car Foundry		GCR-Grand Canyon Railway		MW-Maintenance of Way		SGB-Steam Gen. Boiler		
CN-Canadian National		GO-Heavy Loco. - empty roller Grease		NFL-No field lube		SGU-Steam Gen. Unit		
E-Conventional Coupler		H-Tight Lock Coupler		PS-Pullman Standard		In Service		
F-Heavy freight bearing		IC-Interlocking Coupler		RG-Roller Grease		Not In Service		
GCR-Grand Canyon Chapter		MLW-Montreal Loco Works		RO-Roller Oil		Not In Service		
						Not Rebuildable		

2007 GCR NON-UMILER Equipment List

Number GCRX -	Type	Year Mfg Builr	Seat Capacity	Coupler Type	Heat by	Wheel Brg Type	Equipment operated in Revenue Svc. last 3 yrs.	Home RR
Locomotives								
18	SC4	1910 Alco	0	E	-	Friction	Yes	GCR
20	SCA	1910 Alco	0	E	-	Friction	No	GCR
29	SC4	1906 Alco	0	E	-	Friction	Yes	GCR
4960	OlA	1923 Baldwin	0	E	-	Friction	Yes	GCR
6762	FPA4	1959 MLW	0	IC	-	GG-NFL	No	GCR
6768	FPA4	1959 MLW	0	IC	-	GG-NFL	No	GCR
Water Service								
Maintenance of Way								
Placer American RoadMaster 2000 Tamper -- s/n 1948		1993					Yes	
		Dimensions: L=58'9" W=9'1.5" H=10'11" -- Weight: 94,000 lbs -- Acquired 1993						
Kershaw Bridge Crane Model #11-4							Yes	
		Dimensions: L=18'10" W=7'4" H=13'0" -- Weight: 11,340 lbs						
Kershaw Ballast Regulator Model #26-1-12 -- s/n 26-742		1980					Yes	
		Dimensions: L=26'6.75" W=10'6.5" H=12'11.875" -- Weight: 23,800 lbs						
Camron Tamper Model JRA-JD -- s/n 2373753		1973						
		Dimensions: L=19'0" W=10'9" H=9'6" -- Weight: 24,000 lbs						
GCR #1								
Jordan Spreader								
Hydraulic Tie Inserter								
CCF-Canadian Car Foundry	GCR-Grand Canyon Railway	MW-Maintenance of Way		SGB-Steam Gen. Boiler				
CN-Canadian National	GG-Heavy Loco. (except 2000's)	NFL-No field lube		SGU-Steam Gen. Unit				
E-Conventional Coupler	H-Tight Lock Coupler	PS-Pullman Standard		In Service				
F-Heavy freight bearing	IC-Interlocking Coupler	RG-Roller Grease		Not In Service		Rebuildable		
MLW-Grand Canyon Chapter	MLW-Montreal Loco Works	RO-Roller Oil		Not In Service		Not Rebuildable		

Revised: 3-5-07

Page 1

2007 GCR NON-UMLER Equipment List

Number GCRX -	Type	Year Mfg Built	Seat Capacity	Coupler Type	Heat by	Wheel Brg Type	Equipment operated in Revenue Svc. last 3 yrs.	Home RR
Passenger Cars								
2088	Slumber Car (Parts car)	BUDD1959	0	H	Electric	EE/NFL	No	GCR
2093	Slumber Car (Parts car)	BUDD1959	0	H	Electric	EE/NFL	No	GCR
2145	Coach	PS1923	88	E.Sharon	Steam	Friction	No	GCR
5200	Coach	BUDD1949	54	H	Electric	NFL	No	GCR
7033	Vista Dome	BUDD1948	Dome 24 Car 42	H	Electric	Timken Oil	No	GCR
2115	Coach	PS1923	88	E.Sharon	Steam	Friction	No	GCR
2135	Coach	PS1923	88	E.Sharon	Steam	Friction	No	GCR
2142	Coach	PS1923	88	E.Sharon	Steam	Friction	No	GCR
2145	Coach	PS1923	88	E.Sharon	Steam	Friction	No	GCR
CCF-Canadian Car Foundry		GCR-Grand Canyon Railway		MW-Maintenance of Way		SGB-Steam Gen. Boiler		
CN-Canadian National		GG-Heavy Loco. bearings roller Grease		NFL-No field lube		SGU-Steam Gen. Unit		
E-Conventional Coupler		H-Tight Lock Coupler		PS-Pullman Standard		In Service		
F-Heavy freight bearing		IC Interlocking Coupler		RG-Roller Grease		Not In Service	Rebuildable	
GCC-Grand Canyon Chapter		MLW-Montreal Loco Works		RO-Roller Oil		Not In Service	Not Rebuildable	

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 3/14/07



Robert W. Alvord